

UNITED STATES DISTRICT COURT  
DISTRICT OF MINNESOTA

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American Distribution &  
Manufacturing Co., LLC,

Case No. 23-cv-3250 (SRN/DTS)

Plaintiff,

v.

**ORDER**

NP Acquisition, LLC,

Defendant.

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Defendant removed this lawsuit to federal court based on diversity of citizenship. See Dkt. No. 1. In its Notice of Removal, Defendant identified the citizenship of Plaintiff American Distribution & Manufacturing Co, LLC by stating that it is a Minnesota Limited Liability Company with its registered office address located in Cottage Grove, Minnesota. *Id.* at 2. Defendant made no mention of Plaintiff LLC's members or their citizenship. See *id.*

An LLC's citizenship for purposes of diversity jurisdiction is the citizenship of each of its members. *OnePoint Solutions, LLC v. Borchert*, 486 F.3d 342, 346 (8th Cir. 2007). A member of an LLC may itself have multiple members, and thus may itself have multiple citizenships, so the citizenship of each sub-member must also be considered. *American Seeds, LLC v. Dalchow*, Case No. 12-cv-2951, 2012 WL 5931721, at \*1 (D. Minn. Nov. 27, 2012).

Defendant's Notice of Removal disclosed only Plaintiff's registered office address. Regardless of its principal place of business or state of organization, an LLC will have the citizenship of each of its members. See *OnePoint Solutions, LLC*, 486 F.3d at 347 n.4 ("[A]n LLC is not necessarily a citizen of its state of organization but is a citizen of each state in which its members are citizens."). Because Plaintiff is an LLC, Defendant must

identify all of Plaintiff's members and disclose their citizenship in order to properly plead federal diversity jurisdiction.

**IT IS HEREBY ORDERED:** On or before March 1, 2024 Defendant shall file a declaration identifying the citizenship of each of Plaintiff's members and sub-members.

Dated: February 16, 2024

s/ David T. Schultz  
DAVID T. SCHULTZ  
U.S. Magistrate Judge